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PLANT OZ FACTORY ASSIST.
PRICE OF \$ 1.86 HAS BEEN ESTABLISHED AND REPRESENTS AN
ESTIMATE BASED ON AN AVERAGE MATERIAL PRICE.
APPROPRIATE ADJUSTMENT WILL BE MADE TO PIECE PRICE, DEPENDING
ON FINAL DECISION TO CONSIGN MATERIAL OR ALLOW UNTECH TO ACKNOWLEDGED P.O. NO. F,O.B. TERMS ATTACHED TO EACH SHIPMENT AND INCLUDE ENERGY & ENGINE MGT COLLECT 1998 MODEL YEAR REQUIREMENTS CONTRACT TRENIA A. TURNER PURCHASE ORDER P.O. NUMBER PROVIDED BY DELPHI Ε REVISION GM PART NUMBER ASSIGNED DESCRIPTION OF ITEM SHIPPED F.O.B. POINT CURRENT CONTRACT UNIT PRICE. BLANC IL. AUTOMOTIVE COMPONENTS GROUP WORLDWIDE GRAND PACKING SLIPS MUST BE FOLLOWING DETAIL: TO FACILITATE PAYMENT BUYER: SHIP DATE GENERAL MOTORS CORPORATION TAX INFORMATION: PLEASE REFERENCE CLAUSES FOR RETURN ADDRESS INFORMATION u, 4. υ, 48439 NONE/25TH PROX PAYMENT TERMS ACI NU TECH PLASTICS ENGINEERING JOHN MAILEY-PRESIDENT 8018 EMBURY ROAD Ħ PO/REV CLAUSES: 932543663 PO/REV NOTES: OR GRAND BLANC SHPPARENS 25TH PROX P H

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DO NOT SEND INVOICES FOR MATERIAL (PRODUCT) SHIPMENTS. THE MATERIAL SHIPPED WILL BE PAID UNDER THE EVALUATED "PRICED" RECEIPT STRATEGY OF NAO DISBURSEMENTS. THE PACKING SLIP NUMBER USED TO IDENTIFY THE SHIPMENT MUST BE A NUMBER YOUR RECEIVABLES CAN USE TO IDENTIFY PAYMENT ON YOUR REMITTANCE ADVICE.

PHONE CALLS REGARDING QUANTITY DISCREPANCIES MUST BE DIRECTED TO THE

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PHONE CALLS REGARDING PRICE DISCREPANCIES MUST BE DIRECTED TO THE

TO NAO DISBURSEMENTS: A MONTHLY STATEMENT IS REQUIRED TO BE SENT

NAO DISBURSEMENTS DELPHI ENERGY & ENGINE MANAGEMENT SYSTEMS PO BOX 436037 PONTIAC MI 48343-6037

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING QUANTITIES AND SHIPPING LEGITIES. PRODUCTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL

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OTHER TERMS ARE PROCESS FREIGHT PLEASE NOTE; FOB TERMS ON THE CONTRACT ARE FREIGHT COMMON CARRIER CHARGES MUST BE SENT COLLECT UNLESS NOTED ON THE CONTRACT. NAQ DISBURSEMENTS WILL NOT SUPPLIER. NOTED ON THE CONTRACT, PAYMENTS DIRECT TO THE

UPS "CONSIGNEE BILLING", QUESTIONS SHOULD BE DIRECTED TO UPS BY PHONING 1-800-354-7527. PLEASE HAVE YOUR INDIVIDUAL LOCATION UPS SHIPPER ACCOUNT NUMBER READY WHEN CALLING.

AED

CALL (800) 436-6668 FOR TRANSPORTATION ROUTING INSTRUCTIONS FOR DELPHÍ ENERGY AND ENGINE MANAGEMENT SYSTEMS SHIPMENTS. THIS SUPERCEDES ANY PREVIOUS ROUTING INSTRUCTION ISSUED. SELLER SHALL DEMONSTRATE THAT SELLER HAS THE ABILITY TO RECEIVE AND PROCESS ORDERS, FORECASTS, PLANNING AND SHIPPING INFORMATION FOR GENERAL MOTORS AND THEIR CUSTOMERS AND SUPPLIERS, USING EDI AS THE METHOD FOR COMMUNICATION USING ANSI X12 STANDARDS FOR TRANSMISSIONS AND TRANSACTION SETS DEFINED BY THE GENERAL MOTORS CUSTOMER FOR EACH

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, RELEASE AGAINST PURCHASE ORDER, OR D869 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING AUANTITIES AND SHIPPING INSTRUCTIONS. PRODUCTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL

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EDI APPLICATION. SELLER SHALL ALSO DEMONSTRATE THE ABIILITY TO GENERATE THE GM 1724, LABEL USING INFORMATION TRANSMITTED IN THE AIAG ANSI X-12, 862 TRANSACTION SET.

SELLER SHALL PROVIDE COMMON BAR CODED SHIPPING LABELS AS THE MEANS TO IDENTIFY GOODS FOR SHIPMENT AS DEFINED IN THE "GM 1724 GENERAL MOTORS SHIPPING PARTS IDENTIFICATION LABEL STANDARDS", RUBLISHED BY THE SUPPLIER QUALITY ADMINISTRATION, GENERAL MOTORS WORLDWIDE

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INVOICE TO ADDRESS:

NAO DISBURSEMENTS

DELPHI ENERGY & ENGINE MANAGEMENT SYSTEMS PO BOX 436037

PONTIAC MI 48343-6037

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CLAUSE CFL - CORPORATE FORCED LABOR & QUALITY CLAUSE: SELLER REPRESENTS THAT GOODS PURCHASED UNDER THIS ORDER WERE NOT PRODUCED WITH FORCED LABOR (AS DEFINED IN 19 U.S.C. 1307) EITHER

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, RELEASE AGAINST PURCHASE ORDER, OR D869 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING INSTRUCTIONS. PRODICTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL

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REQUIREMENTS CONTRACT REVISION BY SELLER OR SELLER'S SUPPLIERS. SELLER SHALL INDEMNIFY BUYER AGAINST ANY LIABILITY BUYER MAY INCUR IF THIS REPRESENTATION IS SFL

PO/REV CLAUSES:

SELLER AGREES TO PARTICIPATE IN BUYER'S SUPPLIER QUALITY AND

DEVELOPMENT PROGRAM(S). IN ADDITION, SELLER SHALL COMPLY WITH ALL QUALITY REQUIREMENTS AND PROCEDURES SPECIFIED BY BUYER, AS THE SAME MAY BE REVISED FROM TIME TO TIME, INCLUDING THOSE APPLICABLE TO SELLER AS SET FORTH IN "QUALITY SYSTEM REQUIREMENTS

HEREUNDER SHALL BE GOVERNED, CONSTRUED AND ENFORCED IN ACCORDANCE WITH THE LAWS OF THE STATE OF MICHIGAN, UNITED STATES OF AMERICA, BUT NOT INCLUDING THE UNITED NATIONS CONVENTION ON CONTRACTS FOR INTERNATIONAL SALES OF GOODS. ANY DISPUTES ARISING UNDER THIS AGREEMENT SHALL BE SUBJECT TO THE EXCLUSIVE JURISDICTION OF THE FEDERAL OR STATE COURTS LOCATED IN THE STATE OF MICHIGAN. THIS AGREEMENT AND ALL TRANSACTIONS CONTEMPLATED GOVERNING LAW:

SELLER, AND ANY GOODS AND SERVICES SUPPLIED BY SELLER, SHALL BE YEAR 2000 COMPLIANT AND COMPATIBLE, AND SHALL FUNCTION WITHOUT ERROR OR FAULT IN THE PROCESSING (INCLUDING, BUT NOT LIMITED TO CALCULATING, MANAGING, MANIPULATING, COMPARING, AND SEQUENCING) OF DATE AND DATE-RELATED DATA, FOR THE YEARS 2000 AND BEYOND. AT BUYER'S REQUEST,

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING INSTRUCTIONS. SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL

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PO/REV CLAUSES:

GM BUYER RESERVES THE RIGHT TO AUDIT ALL PERTINENT DOCUMENTS
RELATING TO THE GOODS OR SERVICES COVERED BY THIS PURCHASE ORDER
AND IF REQUESTED BY BUYER, SELLER SHALL PROVIDE SUCH DOCUMENTATION SELLER SHALL CERTIFY IN WRITING ITS COMPLIANCE WITH THE FOREGOING. CT8 (RIGHT TO AUDIT):

IF MATH DATA IS TO BE UTILIZED FOR THIS ORDER, C4 COMPLIANCE IS REQUIRED. THE FOLLOWING C4 GUIDELINES SHOULD BE USED IN CONJUNCTION WITH THE GM SUPPLIER C4 INFORMATION BOOKLET (GM-1825), AS WELL AS ANY RELATED STATEMENTS OF WORK, STATEMENTS OF REQUIREMENTS, OR OTHER SPECIFICATIONS DOCUMENTS GOVERNING THE USE OF C4 AND MATH DATA FOR PROMPTLY. 040

BUYER'S PREFERENCE IS TO PROVIDE ALL MATH DATA TRANSMISSIONS TO SELLER IN THE NATIVE FILE FORMAT OF BUYER'S MATH DATA MASTER. IF NON-STRATEGIC SOFTWARE IS USED, SELLER ASSUMES ALL COSTS ASSOCIATED WITH ADDITIONAL TRANSLATIONS. IF SELLER IS TO RETURN ANY MATH DATA, IT MUST BE DATABANKED IN THE NATIVE FILE FORMAT OF THE MATH DATA MASTER.

SELLER IS RESPONSIBLE FOR THE INSPECTION AND VERIFICATION OF PARTS TO THE BUYER'S MATH DATA MASTER.

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, APPROXIMATELY THE PERCENTAGE SHOWN. PRODUCTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL PRODUCTION PART APPROVAL RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING INSTRUCTIONS.

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USED, SUCH ITEMS AND ANY COPIES BELONG SOLELY TO BUYER AND MUST BE RETURNED WITHIN 30 DAYS. BUYER'S PORTABLE MATH DATA MEDIA ARE NOT TO BE USED OR STORED ON SELLER'S LIBRARIES. if PORTABLE MATH DATA MEDIA (MAGNETIC TAPES,

BUYER DEVELOPED PROPRIETARY PRODUCTIVITY TOOLS (SUCH AS UG/GRIP, USER FUNCTIONS, UNIX SCRIPTS, ETC.), PROVIDED FOR USE IN CONNECTION WITH THIS ORDER, SHALL NOT BE UTILIZED BY SELLER FOR ANY PURPOSE(S) OTHER THAN THIS ORDER. ALL COPIES OF BUYER'S PROPRIETARY PRODUCTIVITY TOOLS ARE TO BE DESTROYED OR RETURNED TO BUYER UPON REQUEST OR AT

CLAUSE C95 - SERVICE REQUIREMENTS: COMPLETION OF THIS ORDER. 092

MAINTAINING TOOLS TO DRAWING SPECIFICATIONS AND PROVIDING, WHEN SCHEDULED, ANY FUTURE SERVICE REQUIREMENTS FOR CONTRACTED PARTS. TOOLING MUST BE MAINTAINED UNTIL SELLER RECEIVES WRITTEN NOTICE IN ACCEPTING A PRODUCTION CONTRACT, SELLER IS RESPONSIBLE FOR FROM A GM BUYER AUTHORIZING THE MOVEMENT OR SCRAP OF TOOLS.

COMPLY WITH ALL APPLICABLE LAWS, REGULATIONS AND RELATED LEGAL REPORTING OBLIGATIONS IN THE COUNTRY(IES) OF DESTINATION. SELLER AGREES TO PROVIDE ALL DOCUMENTATION AND/OR ELECTRONIC TRANSACTION SELLER AGREES TO PROVIDE ALL INFORMATION NECESSARY FOR BUYER TO

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES AND SHIPPING INSTRUCTIONS. PRODUCTION SAMPLES TO BE SUBMITTED FOR APPROVAL WHERE INDICATED, IN ACCORDANCE WITH GENERAL MOTORS QUALITY RELIABILITY PRODUCTION PART APPROVAL

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RELATED OBLIGATIONS, ANY TO OBTAIN ALL TARIFF AND REFUND BENEFITS, WHERE RECORDS TO ALLOW BUYER TO MEET CUSTOMS LOCAL CONTENT/ORIGIN REQUIREMENTS, AND TRADE PROGRAM DUTY AVOIDANCE(S) AND/OR APPLICABLE. C95

PO/REV CLAUSES:

SELLER AGREES TO COMPLY WITH THE AUTOMOTIVE INDUSTRY ACTION GROUP'S DOCUMENT AND EDI PROTOCOL AND STANDARDS IN THEIR SUPPLIER INFORMATION KIT FOR US, CANADA, AND MEXICO IMPORTS. (AIAG)

COMPLY WITH THESE REQUIREMENTS AND/OR TO SUPPLY BUYER WITH THE INFORMATION REQUIRED TO MEET LEGAL REPORTING OBLIGATIONS, INCLUDING, WITHOUT LIMITATION, ANY FINES, PENALTIES, FORFEITURES, OR COUNSEL FEES INCURRED OR IMPOSED AS A RESULT OF ACTIONS TAKEN BY THE IMPORTING COUNTRY'S GOVERNMENT. SELLER AGREES TO ASSUME, AND TO INDEMNIFY BUYER AGAINST, ANY AND ALL FINANCIAL RESPONSIBILITY ARISING FROM SELLER'S FAILURE TO

IF SELLER'S ACTS OR OMISSIONS RESULT IN SELLER'S FAILURE TO MEET BUYER'S REQUIREMENTS AND BUYER REQUIRES A MORE EXPEDITIOUS METHOD OF TRANSPORTATION FOR THE GOODS THAN THE TRANSPORTATION METHOD ORIGINALLY SPECIFIED BY BUYER, SELLER SHALL SHIP THE GOODS AS

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF, APPROXIMATELY THE PERCENTAGE SHOWN BY THE PART OF THE VENDEES REQUIREMENTS OF THE ATTACHED ITEMS FOR THE MODEL YEAR SHOWN.
RELEASE AGAINST PURCHASE ORDER, OR D669 REV. 4-75, WHICH IS A PART OF THIS CONTRACT, WILL BE ISSUED AS REQUIRED, SPECIFYING QUANTITIES
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EXPEDITIOUSLY AS POSSIBLE AT SELLER'S SOLE EXPENSE.
SUPPLIER AGREES TO PROVIDE TO GENERAL MOTORS CORPORATION ANY
COST DATA OR DOCUMENTATION AS REQUESTED BY THE GENERAL MOTORS
COST ENGINEERING ACTIVITY. C95 SCE

VENDOR AGREES TO SELL AND VENDEE AGREES TO PURCHASE AT THE PRICE AND UPON AND SUBJECT TO THE TERMS AND CONDITIONS ON THE FACE AND REVERSE SIDE HEREOF,
APPROXIMATELY THE PERCENTAGE SHOWN BY THE PART OF THE VENDEES REQUIREMENTS OF THE ATTACHED ITEMS FOR THE MODEL YEAR SHOWN.
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